

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM528139

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	08/30/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CWB Holdings, Inc.		07/30/2018	Corporation: COLORADO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Stanley Brothers, Inc.		
<b>Street Address:</b>	2425 55th Street, Suite 200		
<b>City:</b>	Boulder		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80301		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87474900	GLUCOSTEADY	
<b>Registration Number:</b>	5193224	NATURAL COLORADO WELLNESS	
<b>Serial Number:</b>	87036930	THE WORLD'S MOST TRUSTED HEMP EXTRACT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2124796275		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2124796436		
<b>Email:</b>	mnair@cooley.com, trademarks@cooley.com		
<b>Correspondent Name:</b>	Cooley LLP		
<b>Address Line 1:</b>	1299 Pennsylvania Avenue, N.W., Ste. 700		
<b>Address Line 2:</b>	Mihaela Nair, Sr. Paralegal		
<b>Address Line 4:</b>	Washington, D.C. 20004		
<b>NAME OF SUBMITTER:</b>	Mihaela Nair		
<b>SIGNATURE:</b>	/Mihaela Nair/		
<b>DATE SIGNED:</b>	06/17/2019		
<b>Total Attachments: 3</b>			
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source=CWB Merger CWB into Stanley Brothers Inc#page2.tif			

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# Delaware

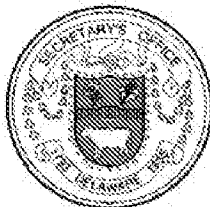
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Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CWB HOLDINGS, INC.", A COLORADO CORPORATION,  
WITH AND INTO "STANLEY BROTHERS, INC." UNDER THE NAME OF  
"STANLEY BROTHERS, INC.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 2018, AT  
4 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF  
AUGUST, A.D. 2018 AT 8:30 O'CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

6933255 8100M  
SR# 20195357127

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202997715  
Date: 06-11-19

**TRADEMARK**  
**REEL: 006672 FRAME: 0206**

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Stanley Brothers, Inc., a Delaware corporation (the "Surviving Corporation"), and the name of the corporation being merged with and into this Surviving Corporation is CWB Holdings, Inc., a Colorado corporation (the "Merging Corporation") (the "Merger").

**SECOND:** The Agreement and Plan of Merger among the Surviving Corporation, the Merging Corporation and Charlotte's Web Holdings, Inc., the sole stockholder of the Surviving Corporation, has been approved, adopted, certified, executed and acknowledged by each of the corporations, in accordance with the requirements of Title 8, Section 252(b) of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the Surviving Corporation is Stanley Brothers, Inc., a Delaware corporation.

**FOURTH:** Upon the effective time of the Merger and by reason of the Merger, the Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the Surviving Corporation in effect prior to the Merger.

**FIFTH:** The authorized stock and par value of the Merging Corporation is Fifty Million (50,000,000) shares of common stock, par value \$0.0001 per share, and Ten Million (10,000,000) shares of preferred stock, par value \$0.0001 per share.

**SIXTH:** The merger is to become effective at 8:30 a.m. Eastern Standard Time on August 30, 2018.

**SEVENTH:** The Agreement and Plan of Merger is on file at 2425 55th Street, Suite 200, Boulder, Colorado 80301, USA, the place of business of the Surviving Corporation.

**EIGHTH:** A copy of the Agreement of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of the constituent corporations.

[Signature page follows]

**IN WITNESS WHEREOF**, said Surviving Corporation has caused this certificate to be signed by an authorized officer, on the 30<sup>th</sup> day of July, 2018.

**STANLEY BROTHERS, INC.**

DocuSigned by:  
*Hess Moallem*  
By: \_\_\_\_\_  
Name: Hess Moallem  
Title: President and Chief Executive Officer